

June 9, 2025

<b>The Manager, Listing Department, BSE Limited, Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai 400 001 Tel No.: 22721233 Fax No.: 22723719/22723121/22722037 BSE Scrip Code: 542773</b>	<b>The Manager, Listing Department, The National Stock Exchange of India Ltd., Exchange Plaza, 5 Floor, Plot C/1, G Block, Bandra - Kurla Complex, Bandra (E), Mumbai 400 051 Tel No.: 2659 8235 Fax No.: 26598237/ 26598238 NSE Symbol: IIFLCAPS</b>
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**Sub: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) - Voting Results and Scrutinizer’s Report of the Postal Ballot of IIFL Capital Services Limited.**

Dear Sir(s)/Madam(s),

This is in continuation to our letter dated May 06, 2025, containing the notice of Postal Ballot for seeking approval of the Members of the Company for appointment of Mr. R. Venkataraman (DIN: 00011919) as Managing Director of the Company.

In this regard, we hereby submit the following:

- a) Pursuant to Rule 20(4) of the Companies (Management and Administration) Rules, 2014, as amended, the Consolidated Scrutinizer's Report on the remote e-voting process conducted for the Postal ballot Notice is enclosed herewith.
- b) In accordance with Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details of the voting results of the Postal Ballot on the resolution specified in the Postal Ballot Notice dated April 28, 2025, are enclosed as Annexure 2 to the Consolidated Scrutinizer’s Report.

On the basis of the report of the Scrutinizer, we hereby inform that the Resolution has been duly passed by the Members with the requisite majority. The Voting Results along with the Scrutinizer’s Report is available on the website of the Company i.e. [www.iiflcapital.com](http://www.iiflcapital.com) and will also be made available on the website of Central Depository Services (India) Limited i.e. [www.evotingindia.com](http://www.evotingindia.com).

Kindly take the same on record and oblige.

Thanking you,

Yours faithfully,

**For IIFL Capital Services Limited  
(Formerly IIFL Securities Limited)**

**Meghal Shah  
Company Secretary**

**Encl: As above**

**IIFL Capital Services Limited (Formerly known as IIFL Securities Limited)**

Corporate Identity Number: **L99999MH1996PLC132983**

**Corporate Office:** Office No. 1, Ground Floor, Hubtown Solaris, N. S. Phadke Marg, Andheri (E), Near East West Flyover, Mumbai - 400069

**Regd. Office:** IIFL House, Sun Infotech Park, Road No. 16V, Plot No. B-23, MIDC, Thane Industrial Area, Wagle Estate, Thane - 400 604

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# Snehal Shah & Associates

COMPANY SECRETARIES

**Snehal Shah**

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## SCRUTINIZER'S REPORT ON POSTAL BALLOT

[Pursuant to applicable provisions of the Companies Act, 2013, Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,  
**The Chairperson,**  
**IIFL Capital Services Limited**  
(formerly known as IIFL Securities Limited)  
IIFL House, Sun Infotech Park,  
Road No. 16V, Plot No. B-23, MIDC,  
Thane Industrial Area, Wagle Estate,  
Thane - 400604

**Subject: Scrutinizer's Report on Shareholders voting through Postal Ballot.**

Dear Sir,

I, CS Snehal Shah, Proprietor of Snehal Shah & Associates, Practicing Company Secretaries, Mumbai, had been appointed as the Scrutinizer by the Board of Directors of **IIFL Capital Services Limited** (formerly known as IIFL Securities Limited) (hereinafter referred as "the Company") at their meeting held on April 28, 2025, Pursuant to Section 110 read with section 108 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the applicable rules"), Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with the General Circular No. 14/2020 dated April 8, 2020, the General Circular No.17/2020 dated April 13, 2020, and various subsequent circulars, read with circulars No. 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 issued by the Ministry of



Corporate Affairs ("MCA Circulars") (including any statutory modification or re-enactment thereof for the time being in force and as amended from time to time), to scrutinize the postal ballot voting process through remote e-voting in a fair and transparent manner in respect of the resolution as mentioned in the Notice of Postal Ballot dated April 28, 2025 proposed to be passed by the shareholders of the Company. The members were requested to convey their assent / dissent through remote e-voting system from 9.00 A.M. (IST) on Thursday, May 8, 2025 to 5.00 P.M.(IST) on Friday, June 6, 2025 (hereinafter referred to as "the remote e-voting period").

In accordance with the MCA circulars, the Company has sent the Postal Ballot Notice in electronic form only and no physical copy of Postal Ballot notice, Postal ballot form and pre-paid business reply envelop was required to be sent to the shareholders. Accordingly, the communication of the assent or dissent of the members took place through remote e-voting system only.

Members of the Company were provided remote e-voting facility through Central Depository Services Limited ("CDSL") whereby they could cast their votes during the remote e-voting period. After the said remote e-voting period, the voting portal had been disabled by CDSL, the service provider.

The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the rules made there under and the SEBI Listing Regulations.

My responsibility as a Scrutinizer was restricted to scrutinize the postal ballot voting process through remote e-voting in a fair and transparent manner and to prepare a Scrutinizer's Report for the votes cast as assent or dissent/favour or against on the resolution as stated in the notice of the Postal ballot, based on the report generated from e-voting system provided by CDSL.



The Cut-off date for the purpose of identifying the Shareholders/list of beneficial owners who would be entitled to vote on the resolution for approval of the members was Friday, May 2, 2025.

After receiving the votes cast electronically on Friday, June 6, 2025 i.e., the last date specified for remote e-voting, the votes cast were duly unblocked by me in the presence of Mr. Sachin Bhoir and Mr. Niraj Meghani, who were witnesses in accordance with Rule 20 sub rule 4 (xii) of the said Rules.


The documents pertaining to remote e-voting and all other relevant records are kept in our safe custody and be retained until it is approved and signed by the Company Secretary and thereafter shall be handed over to the Company Secretary for safe keeping.

Information with respect to number of members who had cast their votes on the remote e-voting platform till 5.00 P.M.(IST) on Friday, June 6, 2025 is provided as Annexure 1 and the result of total votes cast, whether in favour or against, in accordance with the aforesaid Rules is annexed as Annexure 2 to this Report and based on which we confirmed that the resolution was passed with requisite majority.

You are requested to acknowledge the receipt of this report.

Thanking you,


For **Snehal Shah & Associates**,  
Company Secretaries,

  
CS Snehal Shah  
Proprietor  
M. No. F6114 \* CP 4820  
UDIN: F006114G000564826



Countersigned by:

For **IIFL Capital Services Limited**,  
(Formerly known as IIFL Securities Limited)

  
Meghal Shah  
Company Secretary  
Membership No. AS3569  
\*Pursuant to the authority granted



Place: Mumbai  
Date: June 9, 2025

**WITNESSES' CONFIRMATION**

In pursuance of Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, and with respect to the conduct of postal ballot voting through remote e-voting process of **IIFL Capital Services Limited** (formerly known as IIFL Securities Limited) ("the Company"), on the resolution set out in the Postal ballot Notice dated April 28, 2025, which was held from 9.00 A.M. (IST) on Thursday, May 8, 2025 to 5.00 P.M.(IST) on Friday, June 6, 2025 through remote e-voting, we, Mr. Sachin Bhoir (Self Employed) and Mr. Niraj Meghani (Self Employed) hereby confirm our witnessing to the unblocking of votes cast through remote e-voting process.

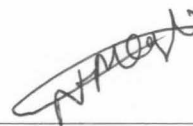
We further state that we are not in the employment of the Company.

Witness 1:



**Sachin Bhoir**

Witness 2:



**Niraj Meghani**

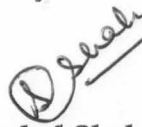
Place: Mumbai  
Date: June 9, 2025



ANNEXURE - 1

<b>E-voting period of Postal ballot</b>	<b>8th May, 2025 to 6th June, 2025</b>
<b>Date of passing of the resolution through postal ballot</b>	<b>6th June, 2025</b>
<b>Total number of shareholders as on cut off date i.e 2nd May, 2025 for remote e-voting</b>	<b>79,834</b>
<b>No. of Shareholders who had cast their votes on the remote e-voting platform for postal ballot resolution</b>	<b>343</b>

For **Snehal Shah & Associates,**  
Company Secretaries



**CS Snehal Shah**  
Proprietor  
M. No. F6114 \* CP 4820



Place: Mumbai  
Date: 9th June, 2025

ANNEXURE - 2

1. Resolution details			To appoint Mr. R. Venkataraman (DIN: 00011919) as Managing Director of the Company					
Resolution required			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			No except Mr. R. Venkataraman and his relatives					
Category	Mode of Voting	No. of Shares held	No. of Votes Cast	% of Votes cast on outstanding shares	No. of Votes - in Favour	No. of Votes - Against	% of Votes in favour on votes cast	% of Votes against on votes cast
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting poll	9,51,43,214	6,90,39,282	72.5635	6,90,39,282	0.0000	100.0000	0.0000
	postal ballot		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		6,90,39,282	72.5635	6,90,39,282	0.0000	100.0000	0.0000
Public - Institutions	E-Voting poll	7,07,07,126	5,22,97,463	73.9635	5,06,39,521	16,57,942	96.8298	3.1702
	postal ballot		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		5,22,97,463	73.9635	5,06,39,521	16,57,942	96.8298	3.1702
Public - Non Institutions	E-Voting poll	14,41,05,469	8,71,58,632	60.4825	8,71,07,778	50,854	99.9417	0.0583
	postal ballot		0.0000	0.0000	0.0000	0.0000	0.0000	0.0000
	Total		8,71,58,632	60.4825	8,71,07,778	50,854	99.9417	0.0583
<b>Total</b>		<b>30,99,55,809</b>	<b>20,84,95,377</b>	<b>67.2662</b>	<b>20,67,86,581</b>	<b>17,08,796</b>	<b>99.1804</b>	<b>0.8196</b>

For Snehal Shah & Associates,  
Company Secretaries,

*Snehal*



CS Snehal Shah  
Proprietor  
M. No. F6114 \* CP 4820  
Place: Mumbai  
Date: June 9, 2025